

BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 34497



COFFEEN AND WESTERN RAILROAD COMPANY
- LEASE AND OPERATION EXEMPTION -
NEAR COFFEEN, ILLINOIS

VERIFIED NOTICE OF EXEMPTION

ENTERED
Office of Proceedings
APR 15 2004
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Public Record

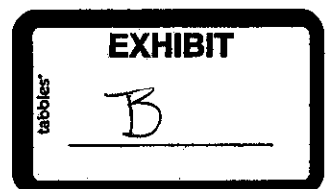
FILED
APR 15 2004
SURFACE
TRANSPORTATION BOARD

James A. Sobule
Ameren Services Corporation
P.O. Box 66149 (MC 1310)
St. Louis, MO 63166-6149
Tel: (314) 554-2276

Sandra L. Brown
Rebecca Roback
Troutman Sanders LLP
401 Ninth Street, N.W., Suite 1000
Washington, D.C. 20004
Tel: (202) 274-2959
Fax: (202) 654-5603

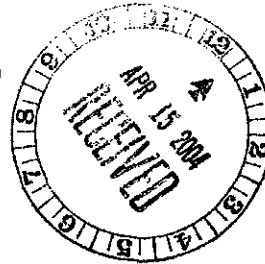
Attorneys for Coffeen and Western
Railroad Company

April 15, 2004



**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. 34497



**COFFEEN AND WESTERN RAILROAD COMPANY
- LEASE AND OPERATION EXEMPTION -
NEAR COFFEEN, ILLINOIS**

VERIFIED NOTICE OF EXEMPTION

Comes now Coffeen and Western Railroad Company ("CWRC"), a noncarrier, and submits its notice of exemption pursuant to 49 C.F.R. 1150.31, *et seq.*, to acquire by lease track currently owned by Ameren Energy Generating Company ("AEGC"), as described in more detail below and located near Coffeen, Illinois.¹ CWRC will become a common carrier railroad and obtain operating authority over the track after the transaction.² CWRC's lease exemption will further facilitate the Coffeen Power Plant in obtaining competitive transportation and rate options.

¹ AEGC recently filed for construction authority on behalf of its soon to be formed railroad subsidiary. See *Ameren Generating Co. - Petition for Exemption*, F.D. No. 34435 (filed February 5, 2004). CWRC is the railroad that was formed to obtain construction and operating authority in F.D. 34435.

² Common carrier authority will be established on formerly private track and any existing or new shipper may request service on the line. Norfolk Southern has permission to operate on this track, however, currently it does not do so. CWRC expects that operations will commence on this track sometime after the completion of the proceeding in FD No. 34435. CWRC may later hire another common carrier to operate on the track in conjunction with the proposed new track in FD No. 34435. Any additional regulatory authority needed will be sought at the appropriate time and CWRC acknowledges that it will retain at least a residual common carrier authority for this track if such additional authority is sought.

Pursuant to 49 C.F.R. §1150.33, CWRC presents the following information in support of this Notice of Exemption:

(a) Name, address and telephone number of the applicant:

Coffeen and Western Railroad Company Phone: (314) 554-2276
1901 Chouteau Avenue (Mail Code 1310)
St. Louis, MO 63103

(b) Name, address and telephone number of applicant's representative:

Sandra L. Brown Phone: (202) 274-2959
Troutman Sanders LLP
401 Ninth Street, N.W.
Suite 1000
Washington, DC 20004-2134

(c) Details about when an agreement will be reached:

The parties are in the process of entering a Lease agreement to accomplish this transaction. CWRC anticipates execution of that agreement by the end of April.

(d) The operator of the property: The transaction will establish common carrier rail service on the track, and CWRC will obtain operating authority for the track.

(e) Brief summary of the proposed transaction:

(1) Name and address of railroads transferring the subject property:

The lessor of the involved property is:

Ameren Energy Generating Company Phone: (314) 554-2276
1901 Choteau Avenue, MC 1310
St. Louis, MO 63103

(2) The proposed time schedule for consummation of the transaction:

CWRC expects to consummate the transaction and obtain operating authority on or after the seventh day following the filing of this notice.

(3) The mileposts of the subject property, including any branch lines:

The Rail Line is shown on Appendix 1 and originates off of the Coffeen Plant's main lead track near Station 10+00 and continues in a northerly direction to a point near a line owned by Norfolk Southern, Station 0+00, a distance of approximately 1000 feet.

(4) The total route miles being leased:

Approximately 0.2 miles.

(f) A map that clearly indicates the area to be served, including origins, termini, stations, cities, counties and states: See Appendix 1.

(g) A certificate that applicant's projected revenues do not exceed those that would qualify it as a Class III carrier: See Appendix 2.

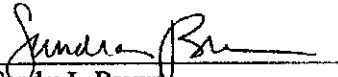
(h) Caption summary: See Appendix 3.

(i) Verification: See Appendix 4.

(j) Environmental and Historic Reports:

Pursuant to 49 C.F.R. § 1105.6(2), the proposed transaction is exempt from environmental review under 49 C.F.R. § 1105(c)(2)(i), because the actions proposed herein will not cause any operating changes that exceed the thresholds established in 49 C.F.R. § 1105.7(e)(4) or (5). Likewise, inasmuch as the transaction involves the continuation of rail services and CWRC has no plans to alter or dispose of any assets that are fifty years old or older, the transaction does not require an historic report, in accordance with 49 C.F.R. § 1105.8(b).

Respectfully submitted,



Sandra L. Brown
Rebecca Roback
Troutman Sanders LLP
401 Ninth St. N.W.
Suite 1000
Washington, D.C. 20004
Tel: (202) 274-2959
Fax: (202) 654-5603

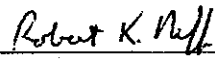
James A. Sobule
Ameren Services Corporation
P.O. Box 66149 (MC 1310)
St. Louis, MO 63166-6149
Tel: (314) 554-2276

Attorneys for Coffeen and Western
Railroad Company

April 15, 2004

CERTIFICATE AS TO REVENUES

I, Robert K. Neff, hereby certify under penalty of perjury that the projected revenues of Coffeen and Western Railroad Company do not exceed those that would qualify it as a Class III carrier and do not exceed \$5 million. Executed on April 13, 2004.



Robert K. Neff

CAPTION SUMMARY

SURFACE TRANSPORTATION BOARD

Notice of Exemption

Finance Docket No. 34497

COFFEEN AND WESTERN RAILROAD COMPANY
- LEASE AND OPERATION EXEMPTION -
NEAR COFFEEN, ILLINOIS

Coffeen and Western Railroad Company, has filed a notice of exemption to lease and operate a rail line of Ameren Energy Generating Company originating off of the Coffeen Plant's main lead track near Station 10+00 and continuing in a northerly direction to Station 0+00, a distance of 0.2 miles. Comments must be filed with the Board and served on Sandra L. Brown, Troutman Sanders LLP, 401 Ninth Street, N.W., Suite 1000, Washington, DC 20004-2134, (202) 274-2959.

The notice is filed under 49 C.F.R. § 1150.31. If the notice contains false or misleading information, the exemption is void *ab initio*. Petitions to revoke the exemption under 49 U.S.C. § 10502(d) may be filed at any time. The filing of a petition to revoke will not automatically stay the transaction.

VERIFICATION

I, Robert K. Neff, verify under penalty of perjury that the foregoing is true and correct.

Further, I certify that I am qualified and authorized to file this Verified Notice of Lease

Exemption. Executed on April 13, 2004.



Robert K. Neff

CERTIFICATE OF SERVICE

I, Neil F. Flynn, Attorney for Norfolk Southern Corporation, certifies that on this 6th day of April, 2005, I caused the foregoing to be served upon the following persons by U.S. mail, postage prepaid:

Christopher W. Flynn
Laura M. Earl
Michael P. Earley
Jones Day
77 W. Wacker, Suite 3500
Chicago, IL 60601

Thomas Byrne
Associate General Counsel
Ameren Services Company
One Ameren Plaza
1901 Chouteau Avenue
St. Louis, MO 63103

James L. Roberts
Montgomery County States Attorney
120 North Main Street
Hillsboro, IL 62049

Tom Chapplear
Highway Commissioner - Grisham Township
4175 Waveland Road
Hillsboro, IL 62049

Steve Voyles
East Fork Township Highway Commissioner
17139 Illinois Route 185
Coffeen, IL 62017

Victor A. Modeer
Director of Highways-IDOT
ATTN: Jeff Harpring, Room 205
2300 South Dirksen Parkway
Springfield, IL 62764

Hank Humphries
ICC Railroad Staff
527 East Capitol
Springfield, IL 62701

Phillip M. Gonet
President
Illinois Coal Association
212 South Second Street
Springfield, IL 62701

Amy McNeal
Montgomery County Highway Engineer
1215 Seymour Ave., P.O. Box 70
Hillsboro, IL 62049

Dean DeVries
Walshville Township Highway
Commissioner
14 DeVries Lane
New Douglas, IL 62074

Neil F. Flynn
Attorney for Norfolk Southern Railway Company
1035 South Second Street
Springfield, IL 62704
217-544-0261
nflynn@nfflynnlaw.com